

Union Tank Car Company

RECORDATION NO. 7299-4 Filed & Recorded

7-314A061

NOV 10 1977-12 40



RECEIVED

NOV 10 1977 INTERSTATE COMMERCE COMMISSION

12 34 AM '77

90 Half Day Road
Lincolnshire, Illinois 60015

An Affiliate of
Trans Union Corporation
FEE OPERATION BR.

Direct Tel. No.:

Fee \$

November 8, 1977

Secretary CC Washington, D.
Interstate Commerce Commission
Washington, D. C. 20423

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INTERSTATE COMMERCE COMMISSION

Dear Sir:

We transmit to you herewith by registered mail for recordation, pursuant to Section 20c of the Interstate Commerce Act, an original and two certified counterparts of the Fourth Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated October 25, 1977, by and between Union Tank Car Company, 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company") and National City Bank, 623 Euclid Avenue, Cleveland, Ohio 44114 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of January 15, 1974, between the Company and the Bank. The Supplemental Agreement evidences the substitution under the said Equipment Trust Agreement of 18 railroad cars, identified with the initials RTCX, and more fully described in Schedule A attached hereto.

Also enclosed for recordation is an original and two certified counterparts of a Bill of Sale to the Company from the Bank, which Bill of Sale relates to the 28 railroad cars in respect of which the aforesaid substitution was made. The railroad cars covered by the said Bill of Sale are identified with the initials UTLX, unless indicated otherwise, and are more fully described in Schedule B attached hereto. The Bill of Sale releases the Equipment described in Schedule B from the encumbrance created by the Equipment Trust Agreement.

The Supplemental Agreement and the said Bill of Sale should be recorded as supplements to the Equipment Trust Agreement dated as of January 15, 1974, which was recorded with your office on January 14, 1974, and assigned recordation number 7299. We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned.

COMMERCE COMMISSION
RECEIVED

NOV 10 1977

ADMINISTRATIVE SERVICES
Encls E MAIL BRANCH

Very truly yours,

UNION TANK CAR COMPANY

By: A. B. Hillman
Attorney

STATE OF ILLINOIS)
)
COUNTY OF LAKE)

SS

RECORDATION NO. 7299 ^P Filed & Recorded

NOV 10 1977-12 40 PM

INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Donna S. Golson, a Notary Public in and for said County, states that she compared the attached copy of the Fourth Supplemental Equipment Trust Agreement the 25th day of October, 1977, with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 8th day of November, 1977.

Donna S. Golson
Notary Public



THIS FOURTH SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT dated October 25, 1977, by and between UNION TANK CAR COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (the "Company"), and NATIONAL CITY BANK, a national banking association, as Trustee (the "Trustee").

WITNESSETH:

WHEREAS, Union Tank Car Company has heretofore executed and delivered to the Trustee an Equipment Trust Agreement dated as of January 15, 1974 (the "Trust Agreement"), providing for an issue of its Equipment Trust Certificates (Series 10) (the "Trust Certificates"), in aggregate principal amount of \$35,000,000; and

WHEREAS, the Company has filed with the Trustee its Request for a Substitution of Equipment pursuant to Section 5.06 of the Trust Agreement; and

WHEREAS, the Company desires to comply with Section 5.03 of the Trust Agreement by the execution of a supplement thereto, to evidence the inclusion of the aforesaid Equipment as a part of the Trust Equipment under the Trust Agreement;

NOW, THEREFORE, in consideration of the premises and of the sum of One Dollar to it duly paid by the Trustee at the execution of these presents, the receipt whereof is hereby acknowledged, the Company covenants and agrees with the Trustee for the equal and proportionate benefit of the respective holders from time to time of the Trust Certificates, as follows:

ARTICLE ONE

Substitution of Equipment

The Equipment described in Schedule A hereto is hereby substituted for the Equipment specifically described in Schedule A of the Trust Agreement and Schedule B hereto.

ARTICLE TWO

Substituted Equipment Subject to Trust Agreement

The Equipment described in Schedule A hereto is hereby included as part of the Trust Equipment under the Trust Agreement and is and shall be subject to all the terms and conditions of the Trust Agreement in all respects as though it had been part of the Trust Equipment specifically described in the Trust Agreement.

ARTICLE THREE

Concerning the Trustee

The Trustee accepts the provisions of this Fourth Supplemental Equipment Trust Agreement but only upon the terms and conditions set forth in the Trust Agreement as amended. Without limiting the generality of the foregoing, the Trustee assumes no responsibility for the correctness of the recitals herein contained, which shall be taken as the statements of the Company. The Trustee makes no representations and shall have no responsibility as to the validity of this Fourth Supplemental Equipment Trust Agreement.

ARTICLE FOUR

Miscellaneous Provisions

Except as hereby expressly provided, the Trust Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect.

This Fourth Supplemental Equipment Trust Agreement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the Company and the Trustee have caused this Fourth Supplemental Equipment Trust Agreement to be duly executed by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed, all as of the date and year first above written.

UNION TANK CAR COMPANY

By 

Vice President

Attest:



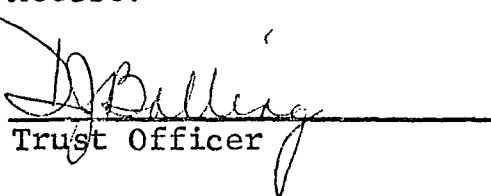
Assistant Secretary

NATIONAL CITY BANK

By 

Vice President

Attest:



Trust Officer

STATE OF ILLINOIS)
)
COUNTY OF LAKE) SS

On the 25th day of October, 1977, before me personally came D. B. Romans, to me known, who, being by me duly sworn, did depose and say that he resides at 90 Half Day Road, Lincolnshire, Illinois 60015; that he is a Vice President of UNION TANK CAR COMPANY, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Hanna S. Halson
Notary Public

STATE OF OHIO)
)
COUNTY OF) SS

On the 31st day of *October*, 1977, before me personally came *DAVID B. DAVIS*, to me known, who being by me duly sworn, did depose and say that he resides at *6239 Miller Creek Lane, North Ridgeport, Ohio 44039*; that he is a Vice President of NATIONAL CITY BANK, the *national banking association* described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Gloria A. Felt
Notary Public

GLORIA A. FELT, Notary Public
For Cuyahoga County, Ohio
My commission expires Dec. 12, 1977

Series 10

SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
<u>7</u>	TM	16,100	RTCX16003-RTCX16009
2	TM	21,000	RTCX21000-RTCX21001
3	TM	21,000	RTCX21003-RTCX21005
<u>6</u>	TM	21,000	RTCX21008-RTCX21013
18			

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

Quantity	A.A.E. Mechanical Designation Code	Capacity in Gallons	Road Numbers
1	LO	3,300 CUFT	CN374237
1	LO	4,700 CUFT	UTCX44118
1	LO	4,700 CUFT	UTCX44138
1	LO	4,700 CUFT	UTCX44177
1	LO	4,700 CUFT	UTCX44192
1	LO	4,700 CUFT	UTCX44227
1	LO	4,700 CUFT	UTCX44251
1	LO	4,700 CUFT	UTCX44257
1	LO	4,700 CUFT	UTCX44261
1	LO	4,700 CUFT	UTCX44264
1	LO	4,700 CUFT	UTCX44272
1	LO	4,700 CUFT	UTCX44294
1	LO	4,700 CUFT	UTCX44589
1	LO	4,700 CUFT	UTCX44600

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.E. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
<u>1</u>	LO	4,700 CUFT	UTCX44603
1	TM	20,000	UTLX46042
1	TM	30,000	UTLX46869
1	TM	30,000	UTLX47480
1	TM	20,000	UTLX58428
1	TM	26,000	UTLX58450
1	TM	26,000	UTLX58472
1	TM	26,000	UTLX58478
1	TM	23,000	UTLX58554
1	TM	23,000	UTLX58557
1	TM	23,500	UTLX74437
1	TM	23,500	UTLX74440
1	LO	3,300 CUFT	UTLX80176
<u>1</u>	TMI	23,500	UTLX73414